



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549-4628

February 16, 2010

Via Facsimile (416) 360-7709

Mr. Jeff Swinoga
Vice President, Finance and Chief Financial Officer
North American Palladium Ltd.
130 Adelaide Street West, Suite 2116
Toronto, Ontario M5H 3P5

Re: North American Palladium Ltd.
Form 40-F for the Fiscal Year Ended December 31, 2008
Filed March 17, 2009
File No. 1-15142

Dear Mr. Swinoga:

We have completed our review of your Form 40-F and related filings and have no further comments at this time.

Sincerely,

H. Roger Schwall
Assistant Director